

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE  
**BACA GRANDE WATER AND SANITATION DISTRICT**

**May 15, 2020**

9:00 AM

District Office – 57 Baca Grant Way South  
Crestone, Colorado 81131

Meeting held via Zoom due to COVID-19

**ATTENDANCE**

Directors in Attendance:

John Loll  
Robert Salmi  
Gregg Conlee  
Mike Smith  
William Peck

Also in Attendance:

Marcus Lock; Law of the Rockies  
Cathy Fromm; Fromm and Company (for a portion of the meeting)  
JoAnn Slivka; District Manager

Members of the Public:

Michael Scully  
Lisa Cyriacks

**CALL TO ORDER**

President Loll opened the meeting at 9:05 AM.

**2020 SPECIAL DISTRICT ELECTION**

The Baca Grande Water and Sanitation District held an election on May 5, 2020

Three (3) seats were open for a term of three (3) years each.

Following are the official results.

*Gregg Conlee	179
*William Peck	110
*Mike Smith	108
Michael J. Scully	96
Stephen “Ish” Futral	65
Ben Spriestersbach	54
Dan Gray	26

- A. President Loll thanked Mr. Scully for his service to the District recognizing the historical perspective he’s brought to the meetings, his understanding of the Water Service Agreement, staying in touch with the Casita Park residents, and his astute attendance throughout the years. Mr. Scully will be presented with a certificate of appreciation and gift certificate for his six years of service to the District and community. We look forward to his continued involvement as a citizen with the Baca Grande Water and Sanitation District.

The Canvass Board verified the election results on May 14. The newly elected directors, Gregg Conlee, William Peck and Mike Smith were administered the Oath of Office afterwards. It was noted that the Oaths and Bonds have been filed with the Saguache County Clerk, the Clerk of Court, and the Department of Local Affairs as required by Colorado Statute.

- B. Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Motion: Director Conlee nominated John Loll to continue to serve as President of the Board of Directors, seconded by Director Salmi and, upon vote, unanimously carried, the Board appointed Director Loll as President of the Board of Directors.

Motion: Director Loll nominated Director Salmi to continue to serve as Vice-President of the Board of Directors, seconded by Director Conlee and, upon vote, unanimously carried, the Board appointed Director Salmi as Vice-President of the Board of Directors.

Motion: Director Loll nominated Director Conlee to continue to serve as Treasurer of the Board of Directors, seconded by Director Peck unanimously carried, the Board appointed Director Conlee as Treasurer of the Board of Directors.

Motion: Director Salmi nominated Director Peck to serve as Secretary of the Board of Directors, seconded by Director Conlee unanimously carried, the Board appointed Director Peck as Secretary of the Board of Directors.

Motion: Director Conlee nominated Director Smith to serve as Assistant Secretary of the Board of Directors, seconded by Director Loll, unanimously carried, the Board appointed Director Smith as the Assistant Secretary of the Board of Directors.

## DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

*Attorney Lock has discussed with the Board the requirements pursuant to Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Baca Grande Water and Sanitation District Board of Directors and to the Secretary of State. It was noted that a quorum was present and members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. No new disclosures were made.*

## AGENDA

MOTION: FOLLOWING DISCUSSION, UPON MOTION DULY MADE BY DIRECTOR Conlee SECONDED BY DIRECTOR PECK AND UPON VOTE, UNANIMOUSLY CARRIED, THE BOARD APPROVED THE AGENDA.

## CONSENT AGENDA

The board considered the following consent agenda items:  
Approve Minutes from the April 17, Regular Meeting

MOTION: FOLLOWING DISCUSSION, UPON MOTION DULY MADE BY DIRECTOR Salmi, SECONDED BY DIRECTOR CONLEE AND UPON VOTE, UNANIMOUSLY CARRIED, THE BOARD APPROVED THE CONSENT AGENDA.

**PUBLIC COMMENT (ITEMS NOT ON THE AGENDA ONLY. NO ACTION MAY BE TAKEN).** *The District is subject to the Colorado Open Meetings Law, which states that no Board discussion or action will take place until a later date, if necessary. You must sign in before speaking. Please limit your comments to three minutes or less.*

Lisa Cyriacks congratulated everyone on a successful election. The USFWS agenda item caught her interest, she is glad to be able to attend the meeting and see that everything is working well.

## BOARD AND STAFF REPORTS

The board reviewed and discussed the reports incorporated herein by this reference.

Micro/Hydro Solar Demonstration Project: President Loll reported on and gave a brief description of the Micro/Hydro Solar Demonstration Project. We were not encouraged to apply for the grant because of our small size. We hope to use the Concept Paper as a model for future grant opportunities.

Water Rights Acquisition from USFW: Mr. Lock began with a brief primer on Public Session vs. Executive Session. He referred to § 24-6-402, C.R.S. often referred to as C.O.M.A., Colorado Open Meetings Act, which basically states-

- if three or more members of the Body are conducting business, they are subject to this law
  - the Meeting also has to be properly Noticed
- The statute requires full and timely notice, with which the District can comply by posting notice on its website at least 24 hours prior to the meeting.

Mr. Lock further explained the reason we often go into executive session for discussion of USFW is because it is related to negotiations concerning property interest- §24-6-402(4)(a), C.R.S., Concerning the purchase, acquisition, lease, transfer, or sale of any real, personal, or other property interest.

**FINANCIAL MATTERS**

Financial Statements: Ms. Fromm reviewed the unaudited financial statements with the board. She reminded the board that the CWRPDA Bond is coming up due in June. The ColoTrust interest rates continue to go down.

Check Register: The board considered approval of the check register through the period ending May 15, 2020 as follows:

General	\$	8,738.41
Capital Projects	\$	63,412.10
<u>Enterprise</u>	\$	<u>29,726.53</u>
	\$	101,877.04

MOTION: FOLLOWING DISCUSSION, UPON MOTION DULY MADE BY DIRECTOR PECK, SECONDED BY DIRECTOR LOLL, AND, UPON VOTE, UNANIMOUSLY CARRIED, THE BOARD APPROVED THE CHECK REGISTER FOR THE PERIOD ENDING MAY 15, 2020.

**LEGAL MATTERS**

EXECUTIVE SESSION MATTERS - §24-6-402(4) (a), (b), and (e)(I), C.R.S. Discussion of the lease and potential purchase of real property, obtain legal advice from the District's attorney, and discuss negotiations.

MOTION: DIRECTOR SALMI MOVED AND DIRECTOR CONLEE SECONDED THAT THE BOARD OF DIRECTORS ENTER INTO EXECUTIVE SESSION AT 11:15 AM FOR THE PURPOSES OF DISCUSSING THE LEASE AND POTENTIAL PURCHASE OF REAL PROPERTY FROM USFWS, RECEIVING LEGAL ADVICE REGARDING THESE MATTERS, AND INSTRUCTING NEGOTIATORS WITH RESPECT TO THESE MATTERS.

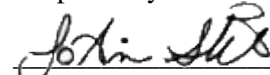
MOTION: DIRECTOR CONLEE MOVED AND DIRECTOR SMITH SECONDED THAT THE BOARD OF DIRECTORS RECONVENE TO REGULAR SESSION AT 11:31 AM.

**ADJOURNMENT:**

THERE BEING NO FURTHER BUSINESS TO DISCUSS, UPON MOTION DULY MADE DIRECTOR PECK, SECONDED BY DIRECTOR SALMI AND UPON VOTE, UNANIMOUSLY CARRIED, THE MEETING WAS ADJOURNED AT 11:33 AM.

THE NEXT REGULAR MEETING IS SCHEDULED FOR  
June 19, 2020

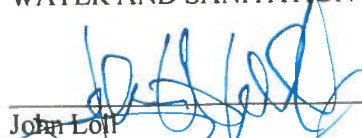
Respectfully submitted,



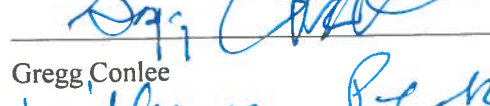
JoAnn Slivka

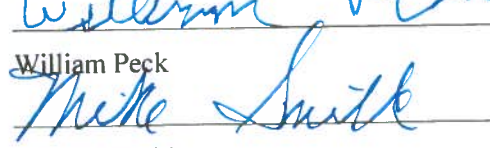
Secretary for the meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL May 15, 2020 MINUTES OF THE BACA GRANDE WATER AND SANITATION DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

  
\_\_\_\_\_  
John Loff

  
\_\_\_\_\_  
Robert Salmi

  
\_\_\_\_\_  
Gregg Conlee

  
\_\_\_\_\_  
William Peck

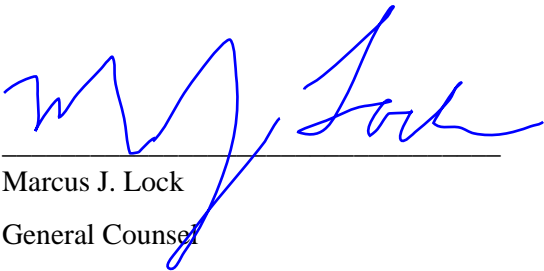
Michael Smith

7/17/2020

ATTORNEY STATEMENT

Regarding Privileged Attorney-Client Communication

Pursuant to §24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Baca Grande Water and Sanitation District, I attended the executive sessions on May 15, 2020, and it is my opinion that the portion of the executive session that was not recorded constituted attorney-client privileged communications.



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Marcus J. Lock

General Counsel

Baca Grande Water and Sanitation District

**JUDGES' CERTIFICATE OF ELECTION RETURNS and  
STATEMENT OF BALLOTS**

**OFFICIAL RESULTS**

**MAIL BALLOT ELECTION**

§1-13.5-613, C.R.S.

**JUDGES' CERTIFICATE OF RETURNS:**

IT IS HEREBY CERTIFIED by the undersigned, who conducted the election held in the Baca Grande Water and Sanitation District, in Saguache County, Colorado, on the 5<sup>th</sup> day of May, 2020, that after qualifying by swearing and subscribing to their Oaths of Office, they opened the polls at 7:00 a.m., and that they kept the polls open continuously until the hour of 7:00 p.m. on said date, after which they counted the ballots cast for Directors of said District and for any ballot issues and ballot questions duly submitted,

**That the votes cast for Director of the District for a 3-year term were as follows (numeric and spelled out):**

<b>Candidate for Director</b>	<b>Total Votes Cast</b>
<u>Dan Gray</u>	<u>Twenty Six</u> ( 26 )
<u>Gregg Conlee</u>	<u>One Hundred Ninety Four</u> ( 194 )
<u>Ben Spriestersbach</u>	<u>Fifty Six</u> ( 56 )
<u>Mike Smith</u>	<u>One Hundred Sixteen</u> ( 116 )
<u>Michael J. Scully</u>	<u>One Hundred Eight</u> ( 108 )
<u>Stephen "Ish" Futral</u>	<u>Seventy</u> ( 70 )
<u>William Peck</u>	<u>One Hundred Twenty Two</u> ( 122 )